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 Nantong Schmidt Optoelectrical Technology Co. Ltd.,
 Pacific Telescope Corp., Corey Lee, David Shen,
 Sylvia Shen, Jack Chen, Jean Shen, Joseph Lupica,
 Dave Anderson, Laurence Huen

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA, SAN JOSE DIVISION

IN RE TELESCOPES ANTITRUST LITIGATION

Case No. 5:20-cv-03642-EJD

THIS DOCUMENT RELATES TO:

*Assigned for All Purposes to:
 Hon. Edward J. Davila*

AURORA ASTRO PRODUCTS, LLC, PIONEER
 CYCLING & FITNESS, LLP; and those similarly
 situated,

Plaintiffs,

vs.

CELESTRON ACQUISITION, LLC, SUZHOU
 SYNTA OPTICAL TECHNOLOGY CO., LTD.,
 SYNTA CANADA INT'L ENTERPRISES LTD.,
 SW TECHNOLOGY CORP., OLIVON
 MANUFACTURING CO. LTD., OLIVON USA,
 LLC, NANTONG SCHMIDT OPTOELECTRICAL
 TECHNOLOGY CO. LTD., NINGBO SUNNY
 ELECTRONIC CO., LTD., PACIFIC TELESCOPE
 CORP., COREY LEE, DAVID SHEN, SYLVIA
 SHEN, JACK CHEN, JEAN SHEN, JOSEPH
 LUPICA, DAVE ANDERSON, LAURENCE
 HUEN, and DOES 1-50,

Defendants.

DECLARATION OF SYLVIA SHEN IN SUPPORT OF DEFENDANT SYNTA CANADA INT'L ENTERPRISES LTD. MOTION FOR SUMMARY JUDGMENT, OR IN THE ALTERNATIVE, PARTIAL SUMMARY JUDGMENT

*[Filed concurrently with Notice of Motion
 and Motion for Summary Judgment, Separate
 Statement of Undisputed Material Facts]*

Hearing

Date: TBD

Time: TBD

Crtrm.: 4 (5th Floor)

Compl. Filed: June 1, 2020

Trial Setting Conference: May 8, 2025

DECLARATION OF SYLVIA SHEN

I, Sylvia Shen, declare as follows:

1. I am an individually named defendant and also the co-founder and owner of defendant Synta Canada Int'l Enterprises Ltd. ("Synta Canada") and director of defendant Pacific Telescope Corp. ("Pacific Telescope"). I am also an authorized representative of SW Technology Corp. ("SW Technology"). I have personal knowledge of the facts stated herein and, if called upon to testify as a witness, I could and would competently testify thereto. I make this Declaration in support of Synta Canada's Motion for Summary Judgment, or in the Alternative, Partial Summary Judgment, filed concurrently herewith.

Synta Canada – Passive Investment Holding Company

(1996 to Present)

2. I immigrated with my husband, Jack Chen, to Canada in late 1996.

3. Synta Canada was a Canadian based investment company I founded in December 1996 with my brother, David Shen, and my husband, Jack Chen. One of the first projects it invested in was Suzhou Synta in 1998.

4. I initially owned 30% and Jack Chen owned 20% of Synta Canada until the Shen Family Trust and the Chen Family Trust took ownership shares in October 2016.

5. As an investment holding company over the years, Synta Canada invested in Suzhou Synta, SW Technology (2005), and Nantong Schmidt (2011).

6. Synta Canada never manufactured or distributed telescopes or telescope accessories. Aside from briefly doing research and development work, it has primarily functioned as a passive holding company since 2005.

7. In or around the mid-2010s, Synta Canada engaged in some limited research and development (R&D) with the goal of developing electronic software for telescopes. It ultimately only produced a limited amount of software, which it sold to Nantong Schmidt.

Pacific Telescope – Canadian-Based Telescope Distributor

(1997-2019)

8. Pacific Telescope was a Canadian company founded by David Shen in 1997 to engage

1 in the telescope business in Canada.

2 9. Pacific Telescope was mainly a telescope distributor in the Canadian market.

3 10. Pacific Telescope does not manufacture any telescope products. Pacific Telescope
4 imported telescopes to sell to the Canadian domestic market. It never sold telescopes to US consumers
5 or US dealers except on a single occasion after the company had ceased operations at the end of 2019
6 and the beginning of 2020, when it sold telescope inventory worth less than \$100,000 to Celestron during
7 a clearance sale.

8 11. After 2004, Pacific Telescope also engaged in some minimal R&D to design software
9 to improve telescope quality and performance.

10 12. Pacific Telescope also assisted Suzhou Synta with facilitating its early orders with
11 Orion until 2007, because Suzhou Synta was still developing the administrative side of its business.
12 After 2007, Suzhou Synta handled orders with Orion directly.

13 13. In 2009, my brother, David Shen, transferred 76% ownership of the company to my
14 daughter Jenny Chen, and 24% to his wife Grace Wan. Jenny also took over the company's
15 administrative duties.

16 14. By 2018, I had reached retirement age and Pacific Telescope's sales volume has been
17 too small over the years and its revenue is unable to cover operating expenses. We determined that the
18 company would prepare to close its doors, and we officially notified our customers in January 2019.

19 **SW Technology – Passive Investment Holding Company**

20 **(2005 to Present)**

21 15. In 2005, Synta Canada and Synta Taiwan cofounded SW Technology, a Delaware-
22 based holding company for the specific purpose of acquiring Celestron.

23 16. Celestron is SW Technology's wholly owned subsidiary.

24 17. Synta Taiwan currently owns 76% of SW Technology, while Synta Canada currently
25 owns the remaining 24% of SW Technology.

26 18. SW Technology eventually acquired Celestron as its wholly owned subsidiary, and
27 SW Technology remains the U.S. holding company for Celestron.

28 19. As beneficial owners of Celestron's parent company, SW Technology, Jack Chen

1 and I formed a shareholders committee called “ExCom.”

2 20. Laurence Huen served as a consultant and bookkeeper for SW Technology, where he
3 reviewed financial reports and analyzed Celestron’s performance periodically for me and Jack
4 Chen.

5 21. Such periodic reviews would include Mr. Huen, me, Jack Chen, along with
6 Celestron’s CEO and CFO.

7 22. SW Technology existed solely as a holding company, and never had any employees.

8 23. SW Technology has never directly engaged in the manufacturing, sale, or purchase
9 of telescopes.

10 24. Neither SW Technology nor ExCom exercised any control over the day-to-day
11 business operations of Celestron.

12 25. Celestron did not require SW Technology or ExCom’s approvals to take business
13 actions, including choosing suppliers or determining pricing or payment terms.

14 26. In September 2016, during the beginning of the *Orion* litigation (N.D. Cal. Case No.
15 5:16-cv-06370-EJD) against Ningbo Sunny, Celestron, SW Technology, and other named
16 Defendants in this case entered into a Settlement Agreement with Orion. A true and correct copy of
17 the fully executed Settlement Agreement (that was also publicly filed in the *Orion* litigation as ECF
18 No. 534-2) is attached here as **Exhibit A**.

19 27. SW Technology performed all its required obligations under the Settlement
20 Agreement and is thus released from all claims by Orion.

21 **The Meade Acquisition**

22 **(2013)**

23 28. I am informed and believe that Ningbo Sunny purchased Meade in or around 2013
24 (the “Meade Acquisition”).

25 29. Synta Canada had no role in the Meade Acquisition. It did not direct, authorize, or
26 facilitate any part of the Meade Acquisition.

27 30. Pacific Telescope had no role in the Meade Acquisition. It did not direct, authorize,
28 or facilitate any part of the Meade Acquisition.

31. SW Technology had no role in the Meade Acquisition. It did not direct, authorize, or facilitate any part of the Meade Acquisition.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed on this 6th day of March 2025, at Taipei, Taiwan.

Shen Ta Kuo

Sylvia Shen